UNITED STATES BANKRUPTCY COURT SOUTHERN DISTRICT OF NEW YORK

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|-------------------------------------|---|-------------------------|
| In re | : | |
| | : | Chapter 11 |
| SEARS HOLDINGS CORPORATION, et al., | : | - |
| | : | Case No. 18-23538 (RDD) |
| | : | |
| Debtors. ¹ | : | (Jointly Administered) |

AFFIDAVIT OF SERVICE

I, Joudeleen C. Frans, depose and say that I am employed by Prime Clerk LLC ("*Prime Clerk*"), the claims and noticing agent for the Debtors in the above-captioned chapter 11 cases.

On January 2, 2019, at my direction and under my supervision, employees of Prime Clerk caused the following document to be served by the method set forth on the Master Service List attached hereto as **Exhibit A**:

• First Supplemental Declaration and Disclosure Statement of Ray C. Schrock, P.C. on Behalf of Weil, Gotshal & Manges LLP [Docket No. 1465]

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¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, are as follows: Sears Holdings Corporation (0798); Kmart Holding Corporation (3116); Kmart Operations LLC (6546); Sears Operations LLC (4331); Sears, Roebuck and Co. (0680); ServiceLive Inc. (6774); SHC Licensed Business LLC (3718); A&E Factory Service, LLC (6695); A&E Home Delivery, LLC (0205); A&E Lawn & Garden, LLC (5028); A&E Signature Service, LLC (0204); FBA Holdings Inc. (6537); Innovel Solutions, Inc. (7180); Kmart Corporation (9500); MaxServ, Inc. (7626); Private Brands, Ltd. (4022); Sears Development Co. (6028); Sears Holdings Management Corporation (2148); Sears Home & Business Franchises, Inc. (6742); Sears Home Improvement Products, Inc. (8591); Sears Insurance Services, L.L.C. (7182); Sears Procurement Services, Inc. (2859); Sears Protection Company (1250); Sears Protection Company (PR) Inc. (4861); Sears Roebuck Acceptance Corp. (0535); Sears, Roebuck de Puerto Rico, Inc. (3626); SYW Relay LLC (1870); Wally Labs LLC (None); SHC Promotions LLC (9626); Big Beaver of Florida Development, LLC (None); California Builder Appliances, Inc. (6327); Florida Builder Appliances, Inc. (9133); KBL Holding Inc. (1295); KLC, Inc. (0839); Kmart of Michigan, Inc. (1696); Kmart of Washington LLC (8898); Kmart Stores of Illinois LLC (8897); Kmart Stores of Texas LLC (8915); MyGofer LLC (5531); Sears Brands Business Unit Corporation (4658); Sears Holdings Publishing Company, LLC. (5554); Sears Protection Company (Florida), L.L.C. (4239); SHC Desert Springs, LLC (None); SOE, Inc. (9616); StarWest, LLC (5379); STI Merchandising, Inc. (0188); Troy Coolidge No. 13, LLC (None); BlueLight.com, Inc. (7034); Sears Brands, L.L.C. (4664); Sears Buying Services, Inc. (6533); Kmart.com LLC (9022); and Sears Brands Management Corporation (5365). The location of the Debtors' corporate headquarters is 3333 Beverly Road, Hoffman Estates, Illinois 60179.

Dated: January 4, 2019

State of New York County of New York Joudeleen C. Frans

Subscribed and sworn to (or affirmed) before me on January 4, 2019, by Joudeleen C. Frans, proved to me on the basis of satisfactory evidence to be the person who appeared before me.

Signature:

ROBERT J. RUBEL JR.
NOTARY PUBLIC OF NEW JERSEY
Comm. # 50070782
My Commission Expires 10/25/2022

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Exhibit A

18-23538-shl Doc 1494 Filed 01/04/19 Entered 01/04/19 19:18:22 Main Document Pg 4 of 20 Exhibit A Master Service List Served as set forth below

| DESCRIPTION | NAME | ADDRECC | FMAIL | METHOD OF SERVICE |
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| Brixmor Property Group, Inc., Centennial Real Estate Co., CenterCal Properties, LLC, C. E. Johns Company, | | 919 N. Market Street | | |
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| Oughkeepsie Galleria LLC, Salmon Run Shopping Center, L.L.C., S&R Company of West Seneca NewCo, LLC, | | 125 East Jefferson Street | | |
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| Fairsan Company LLC; Floreff LLC; Fundamentals Co LLC; Greenmich LLC; Hareff LLC; Hillsborough Associates | | The Chrysler Building | | |
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| | | 6 North Broad Street | | |
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| Constitution CAD technique to a CAD Assessed to a Cabo at 1971 and 1971 at 197 | D 8 C 113 | Suite 100 | | EII |
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| Phio Valley Mall Company dba Ohio Valley Mall, the Cafaro Northwest Partnership dba South Hill Mall, | | Attn: Richard T. Davis | | |
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| | <u> </u> | Attn: Duane J. Brescia | | |
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|--|---|---|----------------------------------|----------------------------|
| | | Attn: David M. Blau | | |
| | | 151 S. Old Woodward Ave. | | |
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| Counsel to JPP, LLC, as agent under the Second Lien Credit Facility, IP/Ground Lease Term Loan Facility, the | | Attn: Sean A. O'Neal, James L. Bromley, Andrew Weaver, Rahul Mukhi, Jennifer Kennedy Park | aweaver@cgsh.com | |
| Consolidated Secured Loan Facility, and ESL Investments, Inc. and its affiliates (including JPP, LLC and JPP II, | | One Liberty Plaza | rmukhi@cgsh.com | |
| LLC) | Cleary, Gottlieb, Steen & Hamilton LLP | New York NY 10006 | jkpark@cgsh.com | First Class Mail and Email |
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| | | Attn: Richard M. Seltzer, Melissa S. Woods | | |
| | | 900 Third Avenue | | |
| Constant to the second state of the tent o | Cohen, Weiss and Simon LLP | 21st Floor New York NY 10022-4869 | | Email |
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| ounty of Coryell, Texas, The County of Denton, Texas, Denton County Road Utility District #1, County of rath, The County of Guadalupe, Texas, Harrison Central Appraisal District, The County of Harrison, Texas, he County of Hays, Texas, Texa | | | | |
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| | | Attn: Steven Cimalore, Vice President | | |
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| Constant Miller and Trans Market Association as Indiana Association of | Milleria et al. Terret Matienal A | 1100 North Market Street | | For all |
| Counsel to Wilmington Trust, National Association, as indeture trustee and collateral agent | Wilmington Trust, National Association | Wilmington DE 19890-0001 | scimalore@wilmingtontrust.com | Email |

18-23538-shl Doc 1494 Filed 01/04/19 Entered 01/04/19 19:18:22 Main Document Pg 20 of 20 Exhibit A Master Service List Served as set forth below

| DESCRIPTION | NAME | ADDRESS | EMAIL | METHOD OF SERVICE |
|---|--|--------------------------------|------------------------------|-------------------|
| | | Attn: Donald C. Cowan, Jr. | | |
| | | 1265 Scottsville Road | | |
| Counsel to Eastview Mall, LLC, Greece Ridge, LLC & The Marketpalce | Wilmorite Management Group LLC | Rochester NY 14624 | | First Class Mail |
| | | Attn: David L. Tillem | | |
| | Wilson, Elser, Moskowitz, Edelman & Di | cker 1133 Westchester Avenue | | |
| Counsel to Putnam County and Tomra/RSI, LLC | LLP | White Plains NY 10604 | david.tillem@wilsonelser.com | Email |
| | | Attn: Simon Aron | | |
| | | 11400 West Olympic Boulevard | | |
| | Wolf, Rifkin, Shapiro, Schulman & Rabkii | n, 9th Floor | | |
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| | | Attn: Mary L. Fullington | | |
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| | | Suite 1600 | | |
| Counsel to Fruit of the Loom, Inc., Vanity Fair Brands, LP and Russell Brands, LLC | Wyatt, Tarrant & Combs, LLP | Lexington KY 40507-1746 | mfullington@wyattfirm.com | Email |
| | | Attn: Thomas A. Zimmerman, Jr. | | |
| | | 77 West Washington Street | | |
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